



RECORDATION NO. 29821-A FILED

SEP 14 '11 -3 12 PM

SURFACE TRANSPORTATION BOARD

Mitsui Rail Capital, LLC
71 South Wacker Drive
Suite 1800
Chicago, Illinois 60606

Main (312) 803-8880
Fax (312) 803-8890

September 14, 2011

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423

Dear Section Chief:

Please find attached one (1) copy of Amendment No. 1 to Memorandum of Full Service Lease Agreement dated August 4, 2011 between the following parties:

Lessor: Mitsui Rail Capital, LLC
71 S. Wacker Drive, Suite 1800
Chicago, IL 60606

Lessee: ProTrade Transportation Services, Ltd.
5700 Darrow Road, Suite 114
Hudson, OH 44236

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 29821.

A description of the railroad equipment covered by the enclosed document is:

10 railcars: MBKX 200117, MBKX 200144, MBKX 200153, MBKX 200156, MBKX 200204, MBKX 200256, MBKX 200269, MBKX 200275, MBKX 200277, MBKX 200296

This filing is to appear in the index as follows: Amendment to Memorandum of Lease Agreement.

Please file this as a secondary document as defined in the Board's Rules for the Recordation of Documents. The filing fee in the amount of \$41.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (312) 803-8836.

Sincerely,

/s/ Christine Peterson

Christine Peterson
Manager, Contract Administration

Enclosure

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SURFACE TRANSPORTATION BOARD

AMENDMENT NO. 1

TO

MEMORANDUM OF FULL SERVICE LEASE AGREEMENT
BETWEEN
MITSUI RAIL CAPITAL, LLC
("LESSOR")

AND

PROTRADE TRANSPORTATION SERVICES, LTD.
("LESSEE")

AUGUST 4, 2011

This Amendment No. 1 dated August 4, 2011 (the "Amendment 1") to that certain Memorandum of Full Service Lease Agreement made and entered into as of May 25, 2011, is by and between Mitsui Rail Capital, LLC, a Delaware limited liability company, ("Lessor") and ProTrade Transportation Services, Ltd., an Ohio limited liability company ("Lessee").

RECITALS

WHEREAS, Lessor and Lessee executed that certain Memorandum of Lease dated May 25, 2011 (the "Lease Memorandum") describing the lease of ten (10) 4,000 cf Flat Bottom Gondola, 286K GRL Railcars bearing marks and numbers as identified on the exhibit to the Lease Memorandum;

WHEREAS, unbeknownst to Lessee and Lessor, the Lease Memorandum erroneously identified certain marks and numbers for the described railcars; and

WHEREAS, Lessor and Lessee wish to amend the exhibit to the Lease Memorandum to correctly identify the ten (10) 4,000 cf Flat Bottom Gondola, 286K GRL Railcars.

WITNESSETH

1. Replace Exhibit 1 to the Lease Memorandum in its entirety with the Amended Exhibit 1 attached hereto.
2. All other terms and conditions of the Lease Memorandum not specifically amended hereby shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

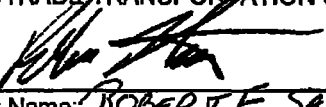
LESSOR:

MITSUMI RAIL CAPITAL, LLC

By: 
Print Name: John O'Bryan
Title: President

LESSEE:

PROTRADE TRANSPORTATION SERVICES, LTD.

By: 
Print Name: ROBERT F. SALSITZ
Title: PRESIDENT

STATE OF ILLINOIS

COUNTY OF COOK

On this 7th day of September, 2011, before me personally appeared John O'Bryan, to me personally known, who being by me duly sworn, says that he is the President of Mitsui Rail Capital, LLC that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Christine C Peterson
NOTARY PUBLIC

My commission expires: 7/7/12



STATE OF OHIO

COUNTY OF Summit

On this 26 day of Aug, 2011, before me personally appeared Robert F. Salsitz, to me personally known, who being by me duly sworn, says that he is the President of ProTrade Transportation Services, Ltd. that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Kim
NOTARY PUBLIC

My commission expires:



KIM LINDERMAN
NOTARY PUBLIC
STATE OF OHIO
Comm. Expires
January 29, 2016

AMENDED EXHIBIT 1
CAR MARKS AND NUMBERS

<u>Count</u>	<u>Mark</u>	<u>Number</u>
1	MBKX	200117
2	MBKX	200144
3	MBKX	200153
4	MBKX	200156
5	MBKX	200204
6	MBKX	200256
7	MBKX	200269
8	MBKX	200275
9	MBKX	200277
10	MBKX	200296